

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA,

Plaintiff,

v.

UBS SECURITIES LLC, UBS AG,  
MORTGAGE ASSET SECURITIZATION  
TRANSACTIONS, INC., and UBS REAL  
ESTATE SECURITIES, INC.,

Defendants.

Case No. 18-cv-6369

**DECLARATION OF ROBERT J. GIUFFRA, JR.**

ROBERT J. GIUFFRA, JR. makes the following declaration under penalty of perjury:

1. I am a member of good standing of the Bar of this Court and am a partner of Sullivan & Cromwell LLP, attorneys for defendants UBS Securities LLC, UBS AG, Mortgage Asset Securitization Transactions, Inc., and UBS Real Estate Securities, Inc. (collectively “Defendants”) in the above-captioned action. I respectfully submit this Declaration in support of Defendants’ Motion to Dismiss the Complaint and to place certain documents before this Court.

2. Attached hereto are true and correct copies (excerpted where indicated) of the following:

MABS 2006-NC1 Prospectus Supplement, dated February 15, 2006, which was filed with the U.S. Securities and Exchange Commission (“SEC”) (excerpts)	Exhibit 1
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MABS 2006-HE5 Prospectus Supplement, dated December 6, 2006, which was filed with the SEC (excerpts)	Exhibit 2
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MARM 2007-2 Prospectus Supplement, dated February 26, 2007, which was filed with the SEC (excerpts)	Exhibit 3
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MARM 2007-2 Pooling and Servicing Agreement, dated February 1, 2007, which was filed with the SEC (excerpts)	Exhibit 4
MABS 2007-HE1 Prospectus Supplement, dated May 10, 2007, which was filed with the SEC (excerpts)	Exhibit 5
February 2, 2007 email referenced in paragraph 688 of the Complaint, bearing bates stamp UBS_EDNY_008853382	Exhibit 6
June 21, 2006 email referenced in paragraph 646 of the Complaint, bearing bates stamp UBS_EDNY_088860057	Exhibit 7
June 23, 2006 email referenced in paragraphs 177 and 649 of the Complaint, bearing bates stamp UBS_EDNY_078664246	Exhibit 8
MABS 2006-FRE2 Prospectus Supplement, dated May 4, 2006, which was filed with the SEC (excerpts)	Exhibit 9
MABS 2006-NC3 Prospectus Supplement, December 8, 2006, which was filed with the SEC (excerpts)	Exhibit 10
March 27, 2007 presentation titled “Moody’s Investors Services” referenced on page 17 of Table 2b of the Complaint (excerpts)	Exhibit 11
MABS 2007-WMC1 Prospectus Supplement, dated February 12, 2007, which was filed with the SEC (excerpts)	Exhibit 12
CWALT 2006-OA10 Prospectus Supplement, dated June 29, 2006, which was filed with the SEC (excerpts)	Exhibit 13
MARM 2007-HF1 Prospectus Supplement, dated April 27, 2007, which was filed with the SEC (excerpts)	Exhibit 14
CWALT 2007-24 Prospectus Supplement, dated August 29, 2007, which was filed with the SEC (excerpts)	Exhibit 15
INABS 2007-A Prospectus Supplement, dated March 12, 2007, which was filed with the SEC (excerpts)	Exhibit 16
June 10, 2008 written testimony of Joseph Scoby before the U.S. Senate Committee on Banking, Housing and Urban Affairs referenced in paragraph 156 of the Complaint (excerpts)	Exhibit 17
May 8, 2007 email referenced in paragraph 428 of the Complaint, bearing bates stamp UBS_EDNY_086393727	Exhibit 18
UBS AG’s Third Quarter 2007 Report, dated October 30, 2007, which was filed with the SEC (excerpts)	Exhibit 19

UBS AG presentation titled “Third Quarter Results 2007,” dated October 30, 2007, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 20
UBS AG’s Fourth Quarter 2007 Report, dated February 14, 2008, which was filed with the SEC (excerpts)	Exhibit 21
UBS AG presentation titled “Fourth Quarter and Full Year Results 2007,” dated February 14, 2008, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 22
UBS AG’s First Quarter 2008 Report, dated May 6, 2008, which was filed with the SEC (excerpts)	Exhibit 23
UBS AG presentation titled “First Quarter 2008 Results,” dated May 6, 2008, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 24
UBS AG’s Fourth Quarter 2008 Report, dated February 10, 2009, which was filed with the SEC (excerpts)	Exhibit 25
February 17, 2006 email referenced in paragraph 592 of the Complaint, bearing bates stamp UBS_EDNY_009076762	Exhibit 26
June 23, 2006 email referenced in paragraph 661 of the Complaint, bearing bates stamp UBS_EDNY_050728197	Exhibit 27
October 25, 2007 email referenced in paragraph 246 of the Complaint, bearing bates stamp UBS_EDNY_063845694	Exhibit 28
MARM 2007-HF2 Prospectus Supplement, dated July 30, 2007, which was filed with the SEC (excerpts)	Exhibit 29
November 2005 presentation titled “UBS Residential Mortgage Platform: Credit and Compliance Overview” referenced on page 1 of Table 2b of the Complaint (excerpts)	Exhibit 30
July 2006 presentation titled “UBS Residential Mortgage Platform: Credit and Compliance Overview” referenced on page 4 of Table 2b of the Complaint (excerpts)	Exhibit 31
January 2006 presentation titled “UBS MASTR Trust Series Discussion Materials – MABS” referenced on page 2 of Table 2b of the Complaint (excerpts)	Exhibit 32

April 2006 presentation titled “UBS MASTR Trust Series Discussion Materials – MASTR” referenced on page 3 of Table 2b of the Complaint (excerpts)	Exhibit 33
November 2006 presentation titled “UBS MASTR Trust Series Discussion Materials – MASTR” referenced on pages 5-6 of Table 2b of the Complaint (excerpts)	Exhibit 34
September 2005 presentation titled “UBS MASTR Trust Series: Discussion Materials – MABS” referenced on pages 13-14 of Table 2b of the Complaint (excerpts)	Exhibit 35
November 2005 presentation titled “UBS MASTR Trust Series: Discussion Materials – MABS 2005-NC2” referenced on pages 15-16 of Table 2b of the Complaint (excerpts)	Exhibit 36
January 2007 presentation titled “UBS MASTR Series: MARM, MASTR & MAL – Prime/Alt A” referenced on pages 7-8 of Table 2b of the Complaint (excerpts)	Exhibit 37
January 2007 presentation titled “UBS MASTR Series: MABS – Subprime” referenced on pages 9-10 of Table 2b of the Complaint (excerpts)	Exhibit 38
February 2007 presentation titled “Operational Review” referenced on pages 11-12 of Table 2b of the Complaint (excerpts)	Exhibit 39
April 16, 2007 presentation titled “Operational Review – Standard & Poor’s” referenced on pages 19-20 of Table 2b of the Complaint (excerpts)	Exhibit 40
UBS AG’s Second Quarter 2008 Report, dated August 12, 2008, which was filed with the SEC (excerpts)	Exhibit 41
UBS AG presentation titled “Second Quarter 2008 Results,” dated August 12, 2008, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 42
UBS AG’s Third Quarter 2008 Report, dated November 4, 2008, which was filed with the SEC (excerpts)	Exhibit 43
UBS AG presentation titled “Third Quarter 2008 Results,” dated November 4, 2008, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 44
UBS AG presentation titled “Fourth Quarter 2008 Results,” dated February 10, 2009, which is publically available on UBS’s Investor Relations Website (excerpts)	Exhibit 45

UBS AG's 1999 Annual Report, dated July 20, 2000, which was filed with the SEC (excerpts)	Exhibit 46
UBS AG's 2001 Annual Report, dated March 14, 2002, which was filed with the SEC (excerpts)	Exhibit 47
UBS AG's 2002 Annual Report, dated March 19, 2003, which was filed with the SEC (excerpts)	Exhibit 48
UBS AG's 2003 Annual Report, dated March 31, 2004, which was filed with the SEC (excerpts)	Exhibit 49
UBS AG's 2004 Annual Report, dated March 16, 2005, which was filed with the SEC (excerpts)	Exhibit 50
UBS AG's 2005 Annual Report, dated March 21, 2006, which was filed with the SEC (excerpts)	Exhibit 51
UBS AG's 2006 Annual Report, dated March 21, 2007, which was filed with the SEC (excerpts)	Exhibit 52
MABS 2006-NC1 Pooling and Servicing Agreement, dated February 1, 2006, which was filed with the SEC (excerpts)	Exhibit 53
MABS 2006-NC2 Pooling and Servicing Agreement, dated September 1, 2006, which was filed with the SEC (excerpts)	Exhibit 54
MABS 2006-NC3 Pooling and Servicing Agreement, dated December 1, 2006, which was filed with the SEC (excerpts)	Exhibit 55
MABS 2006-WMC1 Pooling and Servicing Agreement, dated March 1, 2006, which was filed with the SEC (excerpts)	Exhibit 56
MABS 2006-WMC2 Pooling and Servicing Agreement, dated June 1, 2006, which was filed with the SEC (excerpts)	Exhibit 57
MABS 2006-WMC3 Pooling and Servicing Agreement, dated September 1, 2006, which was filed with the SEC (excerpts)	Exhibit 58
MABS 2006-WMC4 Pooling and Servicing Agreement, dated November 1, 2006, which was filed with the SEC (excerpts)	Exhibit 59
MABS 2007-WMC1 Pooling and Servicing Agreement, dated February 1, 2007, which was filed with the SEC (excerpts)	Exhibit 60
MABS 2006-FRE1 Pooling and Servicing Agreement, dated February 1, 2006, which was filed with the SEC (excerpts)	Exhibit 61

MABS 2006-FRE2 Pooling and Servicing Agreement, dated May 1, 2006, which was filed with the SEC (excerpts)	Exhibit 62-A
MABS 2006-FRE2 Assignment and Recognition Agreement (excerpts)	Exhibit 62-B
MABS 2006-HE1 Pooling and Servicing Agreement, dated February 1, 2006, which was filed with the SEC (excerpts)	Exhibit 63
MABS 2006-HE2 Pooling and Servicing Agreement, dated June 1, 2006, which was filed with the SEC (excerpts)	Exhibit 64
MABS 2006-HE4 Pooling and Servicing Agreement, dated November 1, 2006, which was filed with the SEC (excerpts)	Exhibit 65
MABS 2006-HE5 Pooling and Servicing Agreement, dated December 1, 2006, which was filed with the SEC (excerpts)	Exhibit 66
MABS 2007-HE1 Pooling and Servicing Agreement, dated May 1, 2007, which was filed with the SEC (excerpts)	Exhibit 67
MARM 2006-OA1 Pooling and Servicing Agreement, dated March 1, 2006, which was filed with the SEC (excerpts)	Exhibit 68
MARM 2006-OA2 Pooling and Servicing Agreement, dated October 1, 2006, which was filed with the SEC (excerpts)	Exhibit 69
MARM 2007-1 Pooling and Servicing Agreement, dated December 1, 2006, which was filed with the SEC (excerpts)	Exhibit 70
MARM 2007-3 Pooling and Servicing Agreement, dated April 1, 2007, which was filed with the SEC (excerpts)	Exhibit 71
MARM 2007-HF1 Pooling and Servicing Agreement, dated April 1, 2007, which was filed with the SEC (excerpts)	Exhibit 72
MARM 2007-HF2 Pooling and Servicing Agreement, dated July 1, 2007, which was filed with the SEC (excerpts)	Exhibit 73
TBW 2006-6 Pooling and Servicing Agreement, dated December 1, 2006, which was filed with the SEC (excerpts)	Exhibit 74
CWALT 2006-12CB Prospectus Supplement, dated March 28, 2006, which was filed with the SEC (excerpts)	Exhibit 75
CWALT 2006-23CB Prospectus Supplement, dated June 27, 2006, which was filed with the SEC (excerpts)	Exhibit 76



CWALT 2006-43CB Prospectus Supplement, dated December 28, 2006, which was filed with the SEC (excerpts)	Exhibit 77
CWALT 2006-OA8 Prospectus Supplement, dated June 15, 2006, which was filed with the SEC (excerpts)	Exhibit 78
CWHL 2006-OA5 Prospectus Supplement, dated February 28, 2006, which was filed with the SEC (excerpts)	Exhibit 79
MABS 2006-HE1 Prospectus Supplement, dated February 22, 2006, which was filed with the SEC (excerpts)	Exhibit 80
MABS 2006-HE2 Prospectus Supplement, dated June 8, 2006, which was filed with the SEC (excerpts)	Exhibit 81
MABS 2006-NC2 Prospectus Supplement, dated August 21, 2006, which was filed with the SEC (excerpts)	Exhibit 82
MABS 2006-WMC1 Prospectus Supplement, dated March 24, 2006, which was filed with the SEC (excerpts)	Exhibit 83
MABS 2006-WMC2 Prospectus Supplement, dated June 1, 2006, which was filed with the SEC (excerpts)	Exhibit 84
MABS 2006-WMC3 Prospectus Supplement, dated September 12, 2006, which was filed with the SEC (excerpts)	Exhibit 85
MARM 2007-1 Prospectus Supplement, dated January 18, 2007, which was filed with the SEC (excerpts)	Exhibit 86
RALI 2006-QO7 Prospectus Supplement, dated September 29, 2006, which was filed with the SEC (excerpts)	Exhibit 87

Executed on February 6, 2019 in New York, New York.

  
Robert J. Giuffra, Jr.